

EXHIBIT X

Outlook E-mail

Confidential

From: Levitt, Jamie A.
Sent: 5/13/2012 5:45:58 PM
To: 'Ornstein, Noah'; 'Timothy.Devine@ally.com'
Cc: Lee, Gary S.; Princi, Anthony; Clark, Daniel E.
Subject: FW: Confidential Draft -- For Settlement Purposes Only
Attachments: KP Settlement 5-13-12 - 3[1].doc

Tim -- we are almost across the finish line with Talcott. Please confirm you are fine with his small changes and we will put in the transfer language from the KP agreement once everyone signs off on it. Two things I wanted to be sure everyone is aware of:

1. Tal is going to give an Exhibit with list of holders now, but will supplement it on a rolling basis as he recruits more signatories. We are going to draft language that says he can do this rolling basis addition until 45 day offer period ends (to correspond with 5.01). Then we'll base his sale/transfer rep off of that total of holders.

2. Tal's clients instructed the trustee a month ago to sue Ally -- he confirmed they will change that instruction as part of this agreement. We thought it would be best not to have that information as a whereas or otherwise in the agreement because you don't want that public.

Please let me know if we have your ok on all this.

Jamie

From: Talcott J. Franklin [mailto:Tal@talcottfranklin.com]
Sent: May 13, 2012 5:22 PM
To: Levitt, Jamie A.; Ornstein, Noah
Subject: Re: Confidential Draft -- For Settlement Purposes Only

Actually, the Whereas works fine so I added it back in unchanged. You'll handle the "search and replace" Gibbs and Bruns and Ropes and Gray with Talcott Franklin P.C.; Miller, Johnson, Snell & Cumiskey, P.L.C.; and Carter Ledyard & Milburn LLP when you get the final document. Thanks!

From: <Levitt>, "Jamie A." <JLevitt@mofo.com>
To: Talcott Franklin <tal@talcottfranklin.com>
Subject: Re: Confidential Draft -- For Settlement Purposes Only

Can I call you in 2 mins just so I understand -- what number to call?

From: Talcott J. Franklin <Tal@talcottfranklin.com>
To: Newton, James A.
Cc: Levitt, Jamie A.; Ornstein, Noah <nornstein@kirkland.com>; Clark, Daniel E.
Sent: Sun May 13 16:51:08 2012
Subject: Re: Confidential Draft -- For Settlement Purposes Only

Here is the revised language.

From: <Newton>, "James A." <JNewton@mofo.com>
To: Talcott Franklin <tal@talcottfranklin.com>
Cc: "Levitt, Jamie A." <JLevitt@mofo.com>, "Ornstein, Noah" <nornstein@kirkland.com>, "Clark, Daniel E." <DClark@mofo.com>
Subject: RE: Confidential Draft -- For Settlement Purposes Only

Tal,

Jamie requested that I forward you a copy of the most recent draft of the G&B documents. They are attached. These documents are subject to a few additional changes, particularly in the transfer

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language.

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-James

From: Talcott J. Franklin <Tal@talcottfranklin.com>
To: Levitt, Jamie A.; Jerry Phelps <Jerry@talcottfranklin.com>
Cc: sarbt@millerjohnson.com <sarbt@millerjohnson.com>; Gadsden, James <gadsden@clm.com>; wolfordr@millerjohnson.com <wolfordr@millerjohnson.com>; Paul Snyder <paul@talcottfranklin.com>; Derek Witte <derek@talcottfranklin.com>; Lee, Gary S.; Princi, Anthony; rcieri@kirkland.com <rcieri@kirkland.com>; nornstein@kirkland.com <nornstein@kirkland.com>; Devine, Timothy <Timothy.Devine@ally.com>
Sent: Sun May 13 15:08:19 2012
Subject: Re: Confidential Draft -- For Settlement Purposes Only

Jamie:

Just spoke with Tim — he says we need to get the deal done now. I'm good with Noah's addition to 7.05 — good work Noah — so we're over that.

I need the latest documents for G&B, apparently there have been some changes, and I need to push it out to clients. I'm working on a press release that I will provide to Ally/RFC and they can release it whenever — we will not release it. Tim agreed to a slight modification to the representation that we have 25% in order to get us on board. I'll give you that language when I see the new documents.

Tim understands we'll do everything we can to get signatures tonight, but given the holiday and that it is a Sunday, he's understanding if we cannot. We'll push forward on Monday, etc. with additional clients and help create momentum for the settlement throughout the week. I've already discussed in general terms with DB's outside counsel how we'd do the instruction — we weren't able to specifically talk about RFC because of the NDA, but we've done it before on many other deals, so I don't see this as a problem. Thanks!

Tal

From: <Levitt>, "Jamie A." <JLevitt@mofo.com>
To: Talcott Franklin <tal@talcottfranklin.com>, Jerry Phelps <Jerry@talcottfranklin.com>
Cc: "sarbt@millerjohnson.com" <sarbt@millerjohnson.com>, "Gadsden, James" <gadsden@clm.com>, "wolfordr@millerjohnson.com" <wolfordr@millerjohnson.com>, Paul Snyder <paul@talcottfranklin.com>, Derek Witte <derek@talcottfranklin.com>, "Lee, Gary S." <GLee@mofo.com>, "Princi, Anthony" <APrinci@mofo.com>, "rcieri@kirkland.com" <rcieri@kirkland.com>, "nornstein@kirkland.com" <nornstein@kirkland.com>
Subject: RE: Confidential Draft -- For Settlement Purposes Only

Tal -- confidentially, attached is the AFI-ResCap settlement agreement.

From: Talcott J. Franklin [mailto:tal@talcottfranklin.com]
Sent: Saturday, May 12, 2012 6:36 AM
To: Levitt, Jamie A.; Jerry Phelps
Cc: sarbt@millerjohnson.com; Gadsden, James; wolfordr@millerjohnson.com; Paul Snyder; Derek Witte; Lee, Gary S.; Princi, Anthony; rcieri@kirkland.com; nornstein@kirkland.com
Subject: Re: Confidential Draft -- For Settlement Purposes Only
Importance: High

May we please have exhibit B?

From: <Levitt>, "Jamie A." <JLevitt@mofo.com>
To: Jerry Phelps <Jerry@talcottfranklin.com>, Talcott Franklin <tal@talcottfranklin.com>
Cc: "sarbt@millerjohnson.com" <sarbt@millerjohnson.com>, "Gadsden, James"

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<gadsden@clm.com>, "wolfordr@millerjohnson.com" <wolfordr@millerjohnson.com>, Paul Snyder
<paul@talcottfranklin.com>, Derek Witte <derek@talcottfranklin.com>, "Lee, Gary S." <GLee@mofo.com>, "Princi, Anthony"
<APrinci@mofo.com>, "rcieri@kirkland.com" <rcieri@kirkland.com>, "nornstein@kirkland.com" <nornstein@kirkland.com>
Subject: Confidential Draft -- For Settlement Purposes Only

CONFIDENTIAL DRAFT -- FOR SETTLEMENT PURPOSES ONLY

Tal and Jerry,

As has been discussed, attached is a working-draft of the settlement agreement we are negotiating with Kathy Patrick's group that, when final, will reflect the deal we would agree to enter with your group. I apologize for the lateness of the hour, but understand you hoped to see this for your morning meeting. We provide the draft to that end, with all the caveats that it is still subject to review and negotiation on our side.

Please let us know if you would like to discuss. Although we do not have time left to negotiate the terms with you, we are happy to explain and discuss them.

Thank you.

Jamie

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